

A. Executive Summary

Project Background

The Mansfield Downtown Partnership, Inc. consists of representatives from the Town of Mansfield's Government, the Mansfield business community, the University of Connecticut and Mansfield residents. The Partnership was formed to promote the design and redevelopment of Storrs Center, being considered the Downtown area of Mansfield, Connecticut located on the easterly side of Route 195/Storrs Road, across from the University of Connecticut main campus. The redevelopment of Storrs Center is the Town of Mansfield's priority project, addressing its mission of continuing to improve the quality of life for Mansfield residents. The University has also articulated a policy that the beneficial redevelopment of Storrs Center would further its institutional mission.

The Partnership commissioned the preparation of a concept master plan for the area of downtown Mansfield to be known as Storrs Center which culminated in the completion of the "Downtown Mansfield Master Plan, May, 2002" (the "Master Plan"). The Master Plan recommended that the Mansfield Town Council create a municipal development corporation under Chapter 132 of the Connecticut General Statutes to act as a municipal development agency charged with both the preparation and implementation of a Municipal Development Plan for Storrs Center satisfying the requirements of Connecticut General Statutes section 8-189 (the "MDP"). In May, 2002, the Mansfield Town Council by unanimous vote designated the Partnership as the municipal development agency for the Town of Mansfield pursuant to Chapter 132 of the Connecticut General Statutes.

In furtherance of its interest in facilitating the redevelopment of its property located in the Storrs Center project area, the University commissioned Baystate Environmental Consultants, Inc. to prepare an "Environmental Impact Evaluation for the Proposed Graduate Student Apartments and Downtown Mansfield Master Plan Projects, Storrs, Connecticut" (the "EIE") pursuant to Connecticut General Statutes section 22a-1 et seq. The EIE studied a wide array of environmental issues relating to the potential redevelopment of Storrs Center. On April 28, 2003, the Secretary of the Connecticut Office of Policy and Management approved the EIE, subject to two conditions. The first condition required that the stormwater management system be approved by state agencies. The second condition required that a municipal development plan be prepared pursuant to Chapter 132 of the Connecticut General Statutes.

The Partnership engaged the firm of Looney Ricks Kiss Architects, Inc. ("LRK") and various subconsultants including EDAW Inc., Urban Partners and URS Corporation to assist the Partnership in the preparation of the MDP. In May, 2003, the Partnership released to the public a "Request for Developer Qualifications and Concepts (RFQ), Downtown Mansfield Municipal Development Plan, Mansfield, Connecticut" ("RFQ"). The purpose of the RFQ was to solicit written qualifications and concepts from development organizations interested in being designated the master developer for Storrs Center. The RFQ pertained to certain parcels of land located near Connecticut State Route 195 across from the campus of the University of Connecticut.

The RFQ provided that, once selected, the master developer would participate with the Partnership and the Partnership's consultants in the conceptual design of Storrs Center and the preparation of an MDP and ultimately in implementing the MDP by developing a project in a manner consistent with the MDP.

The Master Developer

Storrs Center Alliance LLC worked with various real estate, planning, architectural, engineering and legal professionals to prepare materials responsive to the RFQ and to participate in interviews with the Partnership. LeylandAlliance LLC, a real estate development firm based in Tuxedo, New York and specializing in traditional neighborhood development, is the sole member of Storrs Center Alliance LLC. At the conclusion of the Partnership's review of qualifications from the various entities that responded to the RFQ, the Partnership selected Storrs Center Alliance LLC to be the master developer for the Project.

The Master Developer team consists of several professional firms including The Village People, a division of Intrawest (retail village planning); Herbert S. Newman and Partners (planning and architecture); BL Companies (civil engineering and environmental site assessments); Robinson & Cole LLP (legal counsel); Michael W. Klemens LLC (environmental planning); Environmental Planning Services (wetlands and habitat studies); and Desman Associates (parking consultants).

The Development Agreement

The Partnership and the Master Developer entered into a development agreement on August 3, 2004 (the "Development Agreement"). The Development Agreement set forth various obligations of the Partnership and the Master Developer relative to the Project. Among other things, the Development Agreement established a schedule for the completion of the MDP, and addressed certain agreements with the University.

The Development Agreement also addressed other permits and approvals that are anticipated to be needed to complete the Project; outlined a new zoning district that will be created for the Project Area; addressed the timing and costs of construction of the Project; and the transfer of real property involved in the Project. The Development Agreement also identified numerous ways in which the Master Developer and the Partnership will cooperate to achieve completion of the Project.

Environmental Conditions Reports

Numerous environmental reviews have been performed on the Project Site. In addition to the EIE that was completed by Baystate Environmental, the following field work was completed: wetlands and watercourse delineations; wildlife studies; vegetative analyses; geotechnical studies; environmental site assessments; and soils analyses. All of this work created a very strong framework for project site planning.

Project Overview

The goal of the Storrs Center project is to create a mixed-use village at the crossroads of the town of Mansfield and the University of Connecticut. The Project Area represents an assemblage of parcels amounting to approximately 51 acres (see Figure 1 for Project Area Map). The developed area of the new village will occupy about 15 acres of the overall site. Of the remaining portion of the site, approximately 30 acres would be reserved for conservation as part of an effort to establish an environmentally balanced and intelligent approach to the use of the land.

The approximate 15 acre core development area largely overlies previously developed property. The project will be a mixed-use concept designed to create a vibrant Main Street experience within a shared public realm, as well as a more residentially oriented area with limited commercial use. Structured and surface parking will be provided in accordance with the plan to support the needs of the various neighborhoods. Like the modern downtown Storrs Center is meant to be, civic uses will permeate the project. Included throughout the development area will be public open spaces, including the town square, streets, sidewalks, and small plazas and terraces, contributing to the varied experience of the public realm that is essential to the viability and sustainability of the mixed use community.

The undeveloped area will remain a conservation zone that includes both uplands and wetlands. Delineation of the proposed conservation zone has provided a method to balance development with protection of two wetlands areas and a vernal pool on the east side of the site in a manner which will protect water resources and allow for proper management of stormwater discharge. Simultaneously, the conservation area will be an asset to the experience of life in the developed area and a constant reminder of the landscape that is characteristic of this area of Connecticut. Views from the commercial mixed use zone and the residential mixed use zone will open up the developed area to this preserved natural environment. The plan provides limited access points from the developed area to quiet, low impact paths within the upland areas, offering local residents and visitors an opportunity to enjoy this natural preserve and get some exercise.

At completion, the Project will consist of a total of 500-800 residential units, with a mix of market rate rental dwelling units and for-sale dwelling units; 150,000-200,000 square feet of retail and restaurant uses; 40,000-75,000 square feet of commercial office space; and 5,000-25,000 square feet of civic and community uses. A preliminary parking needs analysis suggests that spaces for approximately 1,500 cars will need to be provided for the project, including on-street parking spaces, surface parking lots and parking structures. Parking will be carefully designed so that it will be as unobtrusive as possible. Parking is discussed further below.

Following the approval of the MDP, the Partnership and the Master Developer will apply jointly for approval of a new zoning district for Storrs Center. The new zoning district is expected to be a special design district, which will include a special zoning permit process designating the Mansfield Town Planner as the official responsible for determining compliance with the SDD regulations. The SDD district would also include design guidelines. This MDP includes a summary of the anticipated provisions of the new zoning district, and an outline of the design guidelines prepared by LRK.

Project Phasing

It is currently anticipated that the project will contain four basic phases. At present, the proposed phases are intended to be flexible and may be modified as the plan unfolds. A certain amount of flexibility in final project phasing is necessary to respond to requirements of design, construction, project absorption, marketing, financing and other logistical factors influencing the physical build-out of the plan.

The first phase of the project will begin in the vicinity of the town square, which has been conceived as the focal point of the community. Phases may eventually overlap and contain components that will be constructed simultaneously in order to respond to the needs of the community. Development of parking spaces will be carefully coordinated with the phasing of the project so that the provision of parking does not fall behind the development of the other programmatic components.

Streets

Within the Storrs Center project, the street will be the organizer and collector of community life for those who inhabit the project as well as those who arrive by car or otherwise to work and play here. It is essential that the streets successfully accommodate traffic movement while providing a character and sense of place to the town center. In this regard, Storrs Road is the most important of the streets, functioning simultaneously as the key traffic thoroughfare to and through the downtown as well as the main civic street of the town. The stretch of Storrs Road between Mansfield Road and S. Eagleville Road serves as the common thread shared by nearly all of the major, civic functions of Mansfield, including the University of Connecticut, the high school, the town hall, the community center via its connection to town hall, the post office, and the current downtown shopping district. Yet the current character of the road is of a highway that passes through the town with little recognition of its additional role as the main street of the town. High amongst the goals of the project is an effort to explore the improvement of Storrs Road in this area with respect not only to critical traffic and transportation design but also with respect to its character as one of the most important civic, community, and activity spaces of both the present and future Storrs town center.

Parking

Parking is a key driving component of the Storrs Center project because of the need to provide for both residents and visitors. Ample parking is essential to the success of the mixed use neighborhood and the many uses that function together to provide its sense of vitality and activity. Parking analysis is ongoing and will be developed in conjunction with further refinement of the plan and the program for the neighborhood. Using various types of parking spaces and a shared use methodology, the project seeks to provide a minimum number of spaces that provides ample parking for the project but which does not unnecessarily exaggerate the number of spaces needed, resulting in unneeded expenditures, unused parking spaces, and loss of critical project space to unused garages.

Parking will be provided in three to four different forms, including:

Parallel, on-street parking will be located on one or both sides of the streets of the project in front of stores and houses. This is a key element in the project. Its goal is to make each part of the new downtown as accessible as possible. It distributes some of the parking load.

Surface parking will be limited to locations behind buildings and will serve only the occupants of the housing in those buildings.

Structured parking will be provided in one free-standing parking garage to be located in Neighborhood 1 and in parking garages placed below buildings and surrounding grade.

Satellite parking refers to opportunities for less costly off-site parking that may be provided for longer term parking needs while allowing on-site parking to focus on more active needs of the neighborhood and community. Users of such parking might include graduate students, faculty, or other residents who seldom use their vehicles and do not necessarily need to have them located in lots within the center of the project.

Sustainable Development

Sustainable development has been defined generally as meeting the needs of the present without compromising the ability of future generations to meet their own needs. Such a definition entails not only an effort to curtail and clean up pollution but a broad strategy of balancing the creation of sustainable human communities with the protection and preservation of natural resources. In the context of development, pursuit of these goals involves decisions about what kind of development should occur, where it should occur, and how it should relate to the network of human communities and to surrounding natural ecosystems. Storrs Center is designed to steward the physical environment – as well as the residential, business and civic ones – so prudently that a lasting sense of community will endure.

One of the fundamental underpinnings of this project is the creation of a meaningful, vital place that relates properly to the surrounding town and university as well as the surrounding natural environment. Its success over time will depend on the sense of community that it provides both amongst its occupants and with its neighboring communities and natural environments.

The design process for Storrs Center began with an in-depth study of the overall development area and the natural environment within and adjoining this area. As a result of this study it was determined that most of the development area should be protected as a conservation zone. Construction will be concentrated along Storrs Road, on a previously developed portion of the site, thereby allowing preservation of much of the remaining site – and protecting the existing ecology – especially the two wetland basins, the vernal pool and the plant and animal life they support. The MDP includes additional detail on the Project's commitment to sustainable development.

Agreements with the University of Connecticut

The University owns several parcels of land located within the Project Area. The Master Developer has signed a letter of intent with the University for the acquisition of property interests in certain land owned by the University. The Master Developer and the University are also negotiating a definitive purchase and sale agreement for the land.

The University owns and operates a water supply system and a water pollution control facility that provides water supply and sanitary sewer services, respectively, to the Storrs Center area of Mansfield. The University has stated its commitment to fully serving all water supply and sanitary sewer needs arising from the Project. The Master Developer and the University have entered into negotiations for a definitive water supply agreement and a definitive sanitary sewer service agreement for the Project.

Project Financing

The anticipated public and private investments and activities associated with the development of Storrs Center will involve an estimated total investment of approximately \$165.2 million. This total project cost reflects a consolidation of all project development costs, including parking, traffic, infrastructure, residential, retail, office and other commercial uses.

In brief, of the \$165.2 million total project cost, approximately \$145.2 million, or 88%, will be funded through private sources while the balance of \$20 million, or 12%, will be sought from public sources. The public funding of up to \$20 million is proposed to be provided through various public funding sources at the federal, state and local levels, and will be utilized for purposes of funding public infrastructure improvements. The total cost of such infrastructure improvements is approximately \$55.9 million. The balance of the infrastructure improvements, amounting to \$35.9 million, will be completed using private funding. Therefore, the public funding being requested for public infrastructure represents approximately 36% of the total public infrastructure cost, while the majority of the public infrastructure cost (64%) would be paid for through private funding sources.

The Partnership's Role in Project Implementation

As the designated development agent for the Town of Mansfield, the Partnership will oversee the completion of the MDP and the implementation of the Project, as provided for in the Development Agreement. The Partnership employs a full-time executive director, Cynthia van Zelm. The Partnership has over 280 individual, business and organization members, an 18 member board of directors and six standing committees: Advertising and Promotion, Business Development and Retention, Finance and Administration, Membership Development, Planning and Design, and Nominating.

The Partnership maintains all records, papers and other documents relating to the Plan and the Project in accordance with the requirements of the regulations and requirements of the Department of Economic and Community Development for administration of a Municipal Development Plan. The Partnership holds regular meetings that are open to the public. Through the organization of the Partnership, including its staff, board and committees, the Plan is positioned for successful completion.